FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  JONES HUGH W						2. Issuer Name <b>and</b> Ticker or Trading Symbol Gogo Inc. [ GOGO ]										Relationship eck all appli X Directo	,			
(Last)	(Last) (First) (Middle) 111 N. CANAL STREET, STE 1400					3. Date of Earliest Transaction (Month/Day/Year) 03/31/2021										Officer below)	(give title	Other (specify below)		specify
(Street) CHICAC		ate) (	60606 (Zip)			4. If Amendment, Date of Original Filed (Month/Day/Year)								Line	6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person					
1. Title of S	Security (Inst		le I - Non	1-Deriva 2. Transa		_	A. Deem		÷	ired, D	isp	4. Securi				ly Owned		6. Ov	vnership	7. Nature
Date (Month/Da				ay/Year) Execution Date, if any (Month/Day/Yea			e, Transaction Dis Code (Instr. 5)		Dispose	sed Of (D) (Instr. 3,			Benefici Owned I	ially (D) Following (I)		r Indirect str. 4)	of Indirect Beneficial Ownership			
									Code \	,	Amount	(A) or (D)		Price	Transac	Reported Transaction(s) Instr. 3 and 4)			(Instr. 4)	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																				
1. Title of Derivative Security (Instr. 3)	Derivative Conversion Date Execution Date, To Courity or Exercise (Month/Day/Year) if any C			ransac Code (I	ansaction of ode (Instr. Derivative			6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Secur (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficiall Owned Following Reported Transactio (Instr. 4)	у	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
				C	ode	v	(A)	(D)	Dat Exe	e ercisable		kpiration ate	Title	or Nu of	ımber					
Deferred Share Units	(1)	03/31/2021			A		2,458			(2)		(2)	Comm		,458	\$0.00	72,121		D	
Options (Right to Buy)	\$9.66	03/31/2021			A		3,818			(3)	03	3/31/2031	Comm Stock		,818	\$0.00	3,818		D	

## **Explanation of Responses:**

- 1. Each deferred share unit represents the contingent right to receive one share of the Company's common stock,
- 2. These deferred share units were granted on March 31, 2021, and are scheduled to vest on March 31, 2022, subject to the director's continued service on the Company's board of directors. The deferred share units will be settled in shares of the Company's common stock following the director's termination of service on the Company's board of directors.
- 3. These options were granted on March 31, 2021, and are scheduled to vest on March 31, 2022, subject to the director's continued service on the Company's board of directors.

## Remarks:

/s/ Margee Elias, Attorney-in-Fact for Hugh W. Jones

04/02/2021

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.